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VIA TELECOPY

April 13, 1992

M/047/007

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CONFIRMATION OF TELECOPY

Mr. Wayne Hedberg
UTAH DIVISION OF OIL, GAS & MINING
3 Traid Center
355 West North Temple
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Salt Lake City, Utah 84180

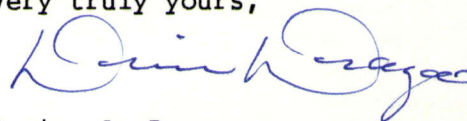
RE: Proposed Transfer of Approved Mining & Reclamation
Plan ACT/047/007 from Chevron Resources, Inc., to
FS Industries Limited, a Limited Liability Company

Dear Wayne:

We have been requested to contact you on behalf of FS Industries Limited, a Limited Liability Company ("FS Industries"). As we have discussed, by the terms of an Asset Sale Agreement, dated November 4, 1991, Chevron Resources, Inc. has agreed to transfer the above-referenced Mining & Reclamation Plan to FS Industries in connection with the sale of the Vernal phosphate operations. Closing of this Agreement is scheduled for Thursday, April 16, 1992. Following closing, FS Industries will submit an application for transfer pursuant to R647-4-120 for the Division's approval. FS Industries intends to assume full responsibility for continued mining operations and reclamation under the terms of the approved Mining & Reclamation Plan. FS Industries also intends to submit a new reclamation surety.

Thank you for your assistance in this matter.

Very truly yours,



Denise A. Dragoo

DAD:jmc

cc: Gray Young, Esq.
Brian Kempel, Esq.
Kent Nunn, Esq.
Earl Mapes
Gene Meier
Merle Farris
John Laursen

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APR 13 1992

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OIL GAS & MINING